



## Board of Directors Code of Responsibility Policy

Approved by: MLA Board of Directors June 2009

---

The Michigan Library Association (MLA) board of directors is an elected body that holds the association in trust for members past, present and future, with a guiding principle of leaving the association stronger at the end of each member's term than it was at the beginning. The board's responsibility is to see that the executive director manages MLA in a manner that responds to the expressed needs of members and their anticipated needs in the future. The board follows a strategic governance model of operation.

### Operational responsibilities:

Board members *should*:

- Determine the association's mission, goals, objectives, strategies, priorities, policies, activities and desired outcomes
- Complete an annual evaluation of the board to assess its progress, recognize success and learn from mistakes
- Secure resources sufficient for the activities of the organization through membership recruitment and retention, profitable professional development, sponsorships and fundraising
- Act as an ambassador for MLA to the greater library community
- Establish fiscal policy and monitor budget performance on a regular basis
- Review an annual independent audit of the association's financial position
- Select, evaluate, appoint and, if necessary, terminate the executive director
- Ensure that the association's bylaws are being followed
- Follow the protocols expected of any other member to propose ideas or resolve conflicts
- Serve without compensation and expect to pay membership dues and registration fees

Board members *should not*:

- Engage in the day-to-day operation of the organization
- Make detailed programmatic decisions more appropriately left to staff
- Make any commitment of MLA staff or financial resources except with the prior authorization of the executive director
- Make any offer or commitment to allow exceptions to policies
- Handle grievances of staff members

### Accountability:

Board members *should*:

- Attend board meetings and respectfully offer to resign if circumstances, unless highly unusual, preclude participation for more than two sequential months
- Be familiar with the association's mission, goals, objectives, programs and services

- Indicate at the start of each board meeting that all materials provided in advance have been read to ensure active, informed participation
- Participate in decision-making and ask questions if something is not clear or potentially no longer relevant such as a policy or practice
- Keep confidential information confidential including anticipated future actions or plans
- Understand the budget, budgeting process and financial situation of the association
- See that the association maintains a good financial standing
- Be certain the association is fulfilling all aspects of its 501(c)(3) status as well as following all applicable laws
- Ensure the association keeps a permanent record of all official board actions
- Avoid conflicts of interest and disclose any should they arise
- Monitor the library community and professional image of the association

Board members *should not*:

- Re-voice opposition or criticism, either publicly or privately, after a decision is made by majority vote of the board
- Allow cell phones to interrupt board meetings
- Speak out of turn or engage in side conversations
- Use computers or other devices for texting, e-mail, gaming, etc.

Other responsibilities:

Board members *should*:

- Attend the MLA annual conference and at least one other workshop or event and be visible and accessible to talk to members
- Encourage others to join the association
- Contact lapsed members to renew their memberships
- Encourage others to respond to the annual call for volunteers and to attend MLA conferences and workshops
- Encourage and thank vendors for exhibiting at the annual conference
- Recognize, thank and encourage committee and workgroup volunteers on a regular basis
- Serve in at least one other capacity, as requested, in addition to being a board member, such as an officer or a member of a task force
- Nominate at least one library professional for the board as part of the call for nominations
- Set an example for others by giving through the fundraising options available to members

I have read this document and understand the commitments required of me, and will adhere to this code of responsibility. I understand that failure to meet these commitments may result in my being asked to seek other volunteer opportunities in the association.

---

Name and position within the association

---

Signature and Date